

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re	: Chapter 11 Case No.
	:
LEHMAN BROTHERS HOLDINGS INC., <i>et al.</i> ,	: 08-13555 (JMP)
	:
Debtors.	: (Jointly Administered)
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**ORDER GRANTING DEBTORS' ONE HUNDRED FIFTH OMNIBUS  
OBJECTION TO CLAIMS (SETTLED DERIVATIVE CLAIMS)**

Upon the one hundred fifth omnibus objection to claims, dated March 14, 2011 (the "One Hundred Fifth Omnibus Objection to Claims"),<sup>1</sup> of Lehman Brothers Holdings Inc. and its affiliated debtors in the above-referenced chapter 11 cases, as debtors and debtors in possession (collectively, the "Debtors"), pursuant to section 502(b) of title 11 of the United States Code (the "Bankruptcy Code"), Rule 3007(d) of the Federal Rules of Bankruptcy Procedure, and this Court's order approving procedures for the filing of omnibus objections to proofs of claim [Docket No. 6664], seeking disallowance and expungement of the Settled Derivative Claims on the grounds that the Debtors and claimants have agreed that the Settled Derivative Claims seek recovery of monies for which the applicable Debtors are not liable, all as more fully described in the One Hundred Fifth Omnibus Objection to Claims; and due and proper notice of the One Hundred Fifth Omnibus Objection to Claims having been provided to (i) the U.S. Trustee; (ii) the attorneys for the Creditors' Committee; (iii) the Securities and Exchange Commission; (iv) the Internal Revenue Service; (v) the United States Attorney for the Southern District of New York; (vi) each claimant listed on Exhibit A attached to the One

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<sup>1</sup> Capitalized terms used herein and not otherwise defined herein shall have the meanings ascribed to such terms in the Debtors' One Hundred Fifth Omnibus Objection to Claims.

Hundred Fifth Omnibus Objection to Claims; and (vii) all other parties entitled to notice in accordance with the procedures set forth in the second amended order entered on June 17, 2010, governing case management and administrative procedures for these cases [Docket No. 9635]; and it appearing that no other or further notice need be provided; and the Court having found and determined that the relief sought in the One Hundred Fifth Omnibus Objection to Claims is in the best interests of the Debtors, their estates, creditors, and all parties in interest and that the legal and factual bases set forth in the One Hundred Fifth Omnibus Objection to Claims establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefore, it is

ORDERED that the relief requested in the One Hundred Fifth Omnibus Objection to Claims is granted to the extent provided herein; and it is further

ORDERED that, pursuant to section 502(b) of the Bankruptcy Code, the Settled Derivative Claims listed on Exhibit 1 annexed hereto are disallowed and expunged in their entirety with prejudice; and it is further

ORDERED that this Order supersedes all previous orders regarding the Settled Derivative Claims listed on Exhibit 1 annexed hereto; and it is further

ORDERED that this Order has no res judicata, estoppel, or other effect on the validity, allowance, or disallowance of, and all rights to object and defend on any basis are expressly reserved with respect to, any claim listed on Exhibit A annexed to the One Hundred Fifth Omnibus Objection to Claims that does not appear on Exhibit 1 annexed hereto; and it is further

ORDERED that this Court shall retain jurisdiction to hear and determine  
all matters arising from or related to this Order.

Dated: New York, New York  
April 28, 2011

s/ James M. Peck  
Honorable James M. Peck  
United States Bankruptcy Judge

# EXHIBIT 1

## IN RE: LEHMAN BROTHERS HOLDINGS, INC. CASE NO: 08-13555 (JMP)

## OMNIBUS OBJECTION 105: EXHIBIT 1 - SETTLED DERIVATIVE CLAIMS

	NAME	CASE NUMBER	DEBTOR NAME	FILED DATE	CLAIM #	TOTAL CLAIM DOLLARS	REASON FOR PROPOSED DISALLOWANCE
1	3M VOLUNTARY INVESTMENT PLAN AND EMPLOYEE STOCK OWNERSHIP PLAN AND 3M SAVINGS PLAN C/O WESTERN ASSET MANAGEMENT COMPANY ATTN: LEGAL DEPT W-701 385 E. COLORADO BLVD. PASADENA, CA 91101	08-13555 (JMP)	Lehman Brothers Holdings Inc.	09/21/2009	20858	\$655,917.11	Settled Derivative Claim
2	3M VOLUNTARY INVESTMENT PLAN AND EMPLOYEE STOCK OWNERSHIP PLAN AND 3M SAVINGS PLAN C/O WESTERN ASSET MANAGEMENT COMPANY ATTN: LEGAL DEPT W-701 385 E. COLORADO BLVD. PASADENA, CA 91101	08-13888 (JMP)	Lehman Brothers Special Financing Inc.	09/21/2009	21021	\$655,917.11	Settled Derivative Claim
3	ARCHSTONE F/K/A ARCHSTONE-SMITH OPERATING TRUST ATTN: ARIEL AMIR 9200 EAST PANORAMA CIRCLE, STE 400 ENGLEWOOD, CO 80112	08-13899 (JMP)	Lehman Brothers Derivative Products Inc.	09/21/2009	20212	\$6,000.00	Settled Derivative Claim
4	ARCHSTONE F/K/A ARCHSTONE-SMITH OPERATING TRUST ATTN: ARIEL AMIR 9200 EAST PANORAMA CIRCLE, STE 400 ENGLEWOOD, CO 80112	08-13899 (JMP)	Lehman Brothers Derivative Products Inc.	09/21/2009	20214	\$108,392.11	Settled Derivative Claim

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5	ARCHSTONE F/K/A ARCHSTONE-SMITH OPERATING TRUST ATTN: ARIEL AMIR 9200 EAST PANORAMA CIRCLE, STE 400 ENGLEWOOD, CO 80112	08-13899 (JMP)	Lehman Brothers Derivative Products Inc.	09/21/2009	20215	\$69,000.00	Settled Derivative Claim
6	ARCHSTONE F/K/A ARCHSTONE-SMITH OPERATING TRUST ATTN: ARIEL AMIR 9200 EAST PANORAMA CIRCLE, STE 400 ENGLEWOOD, CO 80112	08-13888 (JMP)	Lehman Brothers Special Financing Inc.	09/21/2009	20216	Undetermined	Settled Derivative Claim
7	ARCHSTONE F/K/A ARCHSTONE-SMITH OPERATING TRUST ATTN: ARIEL AMIR 9200 EAST PANORAMA CIRCLE, STE 400 ENGLEWOOD, CO 80112	08-13555 (JMP)	Lehman Brothers Holdings Inc.	09/21/2009	20217	Undetermined	Settled Derivative Claim
8	ARCHSTONE F/K/A ARCHSTONE-SMITH OPERATING TRUST ATTN: ARIEL AMIR 9200 EAST PANORAMA CIRCLE, STE 400 ENGLEWOOD, CO 80112	08-13888 (JMP)	Lehman Brothers Special Financing Inc.	09/21/2009	20218	\$222,738.96	Settled Derivative Claim
9	ARCHSTONE F/K/A ARCHSTONE-SMITH OPERATING TRUST ATTN: ARIEL AMIR 9200 EAST PANORAMA CIRCLE, STE 400 ENGLEWOOD, CO 80112	08-13555 (JMP)	Lehman Brothers Holdings Inc.	09/21/2009	20219	\$222,738.96	Settled Derivative Claim

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10	ARCHSTONE F/K/A ARCHSTONE-SMITH OPERATING TRUST ATTN: ARIEL AMIR 9200 EAST PANORAMA CIRCLE, STE 400 ENGLEWOOD, CO 80112	08-13888 (JMP)	Lehman Brothers Special Financing Inc.	09/21/2009	20222	Undetermined	Settled Derivative Claim
11	ARCHSTONE F/K/A ARCHSTONE-SMITH OPERATING TRUST ATTN: ARIEL AMIR, EXECUTIVE VICE PRESIDENT AND GENERAL COUNSEL 9200 EAST PANORAMA CIRCLE, SUITE 400 ENGLEWOOD, CO 80112	08-13555 (JMP)	Lehman Brothers Holdings Inc.	09/21/2009	20223	Undetermined	Settled Derivative Claim
12	ASCENSION HEALTH RETIREMENT TRUST-CORE FULL ACCOUNT C/O WESTERN ASSET MANAGEMENT COMPANY ATTN: LEGAL DEPT. W-1207 385 E. COLORADO BLVD. PASADENA, CA 91105	08-13555 (JMP)	Lehman Brothers Holdings Inc.	09/21/2009	20887	\$850,306.56	Settled Derivative Claim
13	BREWSTER, MICHAEL J. 269 WEST LAKE BLVD MAHOPAC, NY 10541	08-13555 (JMP)	Lehman Brothers Holdings Inc.	09/22/2009	34233	\$355,073.06	Settled Derivative Claim
14	BUTTERFIELD BANK C/O DANIEL MCCLEARY 65 FRONT ST HAMILTON HM 12, BERMUDA	08-13555 (JMP)	Lehman Brothers Holdings Inc.	09/16/2009	13899	\$1,611,333.79	Settled Derivative Claim

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	NAME	CASE NUMBER	DEBTOR NAME	FILED DATE	CLAIM #	TOTAL CLAIM DOLLARS	REASON FOR PROPOSED DISALLOWANCE
15	CNH PENSION TR-CORE PLUS FIXED INCOME C/O WESTERN ASSET MANAGEMENT COMPANY ATTN: LEGAL DEPT W-1419 385 E. COLORADO BLVD. PASADENA, CA 91101	08-13555 (JMP)	Lehman Brothers Holdings Inc.	09/21/2009	20917	\$451,901.58	Settled Derivative Claim
16	CONTRARIAN FUNDS LLC AS ASSIGNEE OF OPPENHEIMER INTERNATIONAL VALUE FUND, ATTN: ALPA JIMENEZ 411 WEST PUTNAM AVENUE, SUITE 425 GREENWICH, CT 06830	08-13888 (JMP)	Lehman Brothers Special Financing Inc.	09/22/2009	29335	\$85,326.00	Settled Derivative Claim
17	CONTRARIAN FUNDS LLC AS ASSIGNEE OF OPPENHEIMER INTERNATIONAL VALUE FUND, ATTN: ALPA JIMENEZ 411 WEST PUTNAM AVENUE, SUITE 425 GREENWICH, CT 06830	08-13555 (JMP)	Lehman Brothers Holdings Inc.	09/22/2009	29336	\$85,156.00	Settled Derivative Claim
18	CONTRARIAN FUNDS LLC AS ASSIGNEE OF OPPENHEIMER QUEST INTERNATIONAL VALUE FUND, INC., ATTN: ALPA JIMENEZ 411 WEST PUTNAM AVENUE, SUITE 425 GREENWICH, CT 06830	08-13888 (JMP)	Lehman Brothers Special Financing Inc.	09/22/2009	29333	\$302,531.00	Settled Derivative Claim
19	CONTRARIAN FUNDS LLC AS ASSIGNEE OF OPPENHEIMER QUEST INTERNATIONAL VALUE FUND, INC., ATTN: ALPA JIMENEZ 411 WEST PUTNAM AVENUE, SUITE 425 GREENWICH, CT 06830	08-13555 (JMP)	Lehman Brothers Holdings Inc.	09/22/2009	29334	\$301,929.00	Settled Derivative Claim



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	NAME	CASE NUMBER	DEBTOR NAME	FILED DATE	CLAIM #	TOTAL CLAIM DOLLARS	REASON FOR PROPOSED DISALLOWANCE
20	CONTRARIAN FUNDS, LLC AS ASSIGNEE OF BRIGHT START COLLEGE SAVINGS TRUST (IL 529) PRINCIPAL PROTECTION INCOME PORTFOLIO ATTN: ALPA JIMENEZ 411 WEST PUTNAM AVENUE, SUITE 425 GREENWICH, CT 06830	08-13888 (JMP)	Lehman Brothers Special Financing Inc.	09/22/2009	29343	\$765.00	Settled Derivative Claim
21	CONTRARIAN FUNDS, LLC AS ASSIGNEE OF BRIGHT START COLLEGE SAVINGS TRUST (IL 529) PRINCIPAL PROTECTION INCOME PORTFOLIO ATTN: ALPA JIMENEZ 411 WEST PUTNAM AVENUE, SUITE 425 GREENWICH, CT 06830	08-13555 (JMP)	Lehman Brothers Holdings Inc.	09/22/2009	29344	\$765.00	Settled Derivative Claim
22	CONTRARIAN FUNDS, LLC AS ASSIGNEE OF OFI INSTITUTIONAL SHORT DURATION FIXED INCOME FUND, LLC ATTN: ALPA JIMENEZ 411 WEST PUTNAM AVENUE, SUITE 425 GREENWICH, CT 06830	08-13888 (JMP)	Lehman Brothers Special Financing Inc.	09/22/2009	29345	\$271.00	Settled Derivative Claim
23	CONTRARIAN FUNDS, LLC AS ASSIGNEE OF OFI INSTITUTIONAL SHORT DURATION FIXED INCOME FUND, LLC ATTN: ALPA JIMENEZ 411 WEST PUTNAM AVENUE, SUITE 425 GREENWICH, CT 06830	08-13555 (JMP)	Lehman Brothers Holdings Inc.	09/22/2009	29346	\$271.00	Settled Derivative Claim

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## OMNIBUS OBJECTION 105: EXHIBIT 1 - SETTLED DERIVATIVE CLAIMS

	NAME	CASE NUMBER	DEBTOR NAME	FILED DATE	CLAIM #	TOTAL CLAIM DOLLARS	REASON FOR PROPOSED DISALLOWANCE
24	CONTRARIAN FUNDS, LLC AS ASSIGNEE OF OPPENHEIMERFUNDS, INC. ATTN: ALPA JIMENEZ 411 WEST PUTNAM AVENUE, SUITE 425 GREENWICH, CT 06830	08-13555 (JMP)	Lehman Brothers Holdings Inc.	09/22/2009	29349	\$75,775.00	Settled Derivative Claim
25	CVI GVF LUXEMBOURG TWELVE S.A.R.L. TRANSFEROR: BANCA INTERMOBILIARE DI INVESTIMENTI E GESTIONI SPA C/O CARVAL INVESTORS UK LTD; ATTN: ANNEMARIE JACOBSEN KNOWLE HILL PARK, FAIRMILE LANE COBHAM SURREY, KT11 2PD UNITED KINGDOM	08-13555 (JMP)	Lehman Brothers Holdings Inc.	09/21/2009	20770	\$3,431,855.99	Settled Derivative Claim
26	GENESEE COUNTY EMPLOYEES' RETIREMENT SYSTEM C/O WESTERN ASSET MANAGEMENT COMPANY ATT: LEGAL DEPT W-1771 385 E. COLORADO BLVD PASADENA, CA 91101	08-13888 (JMP)	Lehman Brothers Special Financing Inc.	09/21/2009	20956	\$116,077.07	Settled Derivative Claim
27	GENESEE COUNTY EMPLOYEES' RETIREMENT SYSTEM C/O WESTERN ASSET MANAGEMENT COMPANY ATT: LEGAL DEPT W-1771 385 E. COLORADO BLVD PASADENA, CA 91101	08-13555 (JMP)	Lehman Brothers Holdings Inc.	09/21/2009	20974	\$116,077.07	Settled Derivative Claim

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28	HONG LEONG BANK BERHAD C/O BAKER & MCKENZIE LLP ATTN: IRA A. REID 1114 AVE OF THE AMERICAS NEW YORK, NY 10036	08-13555 (JMP)	Lehman Brothers Holdings Inc.	09/16/2009	14075	\$7,531,734.52*	Settled Derivative Claim
29	HURLEY SACRAMENTO L.P. LISA WEIL, ESQ. COX, CASTLE & NICHOLSON LLP 555 CALIFORNIA STREET, 10TH FLOOR SAN FRANCISCO, CA 94104	08-13555 (JMP)	Lehman Brothers Holdings Inc.	11/12/2008	593	\$388,568.75	Settled Derivative Claim
30	INTERCONTINENTAL OLYMPIC CLOVER CREEK, LLC C/O OLYMPIC INVESTORS LLC 2801 ALASKAN WAY, SUITE 200 SEATTLE, WA 98121	08-13555 (JMP)	Lehman Brothers Holdings Inc.	04/14/2009	3775	\$67,438.03	Settled Derivative Claim
31	ISO NEW ENGLAND INC. ONE SULLIVAN ROAD HOLYOKE, MA 01040	08-13885 (JMP)	Lehman Brothers Commodity Services Inc.	09/21/2009	22747	\$1,664.79*	Settled Derivative Claim
32	JACKSON BOND, L.P. C/O AMBLING PROPERTY INVESTMENTS ATTN: GREG WRIGHT 7000 CENTRAL PARKWAY, SUITE 1100 ATLANTA, GA 30328	08-13555 (JMP)	Lehman Brothers Holdings Inc.	09/21/2009	22126	\$21,183.14	Settled Derivative Claim
33	LOURDES-NOREEN MCKEEN RESIDENCE FOR GERIATRIC CARE, INC. ATTN: FINANCE DIRECTOR 315 SOUTH FLAGLER DRIVE WEST PALM BEACH, FL 33401	08-13555 (JMP)	Lehman Brothers Holdings Inc.	09/22/2009	31095	\$50,000.00	Settled Derivative Claim

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34	NRG POWER MARKETING LLC CONTRACT ADMINISTRATION 211 CARNEGIE CENTER PRINCETON, NJ 08540		Lehman No Case Asserted/All Cases Asserted	09/22/2009	33209	\$2,316,951.53	Settled Derivative Claim
35	OPPENHEIMER MASTER INTERNATIONAL VALUE FUND LLC ATTN: AMEE KANTESARIA 6803 SOUTH TUCSON WAY CENTENNIAL, CO 80112	08-13888 (JMP)	Lehman Brothers Special Financing Inc.	09/22/2009	30727	\$95,797.34*	Settled Derivative Claim
36	OPPENHEIMER MASTER INTERNATIONAL VALUE FUND LLC ATTN: AMEE KANTESARIA TWO WORLD FINANCIAL CENTER 225 LIBERTY STREET NEW YORK, NY 10281	08-13555 (JMP)	Lehman Brothers Holdings Inc.	09/22/2009	30728	\$95,797.34*	Settled Derivative Claim
37	OREGON PUBLIC EMPLOYEES RETIREMENT SYSTEM C/O WESTERN ASSET MANAGEMENT COMPANY ATTN: LEGAL DEPT. W-984 385 E. COLORADO BLVD. PASADENA, CA 91101	08-13555 (JMP)	Lehman Brothers Holdings Inc.	09/21/2009	20880	\$11,450,293.77	Settled Derivative Claim
38	OREGON PUBLIC EMPLOYEES RETIREMENT SYSTEM C/O WESTERN ASSET MANAGEMENT COMPANY ATT: LEGAL DEPT W-1082 385 E. COLORADO BLVD PASADENA, CA 91101	08-13888 (JMP)	Lehman Brothers Special Financing Inc.	09/21/2009	21037	\$11,450,293.77	Settled Derivative Claim

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39	PLAINFIELD DIRECT INC. C/O SEWARD & KISSEL LLP ATTN: ARLENE R. ALVES, ESQ. ONE BATTERY PARK PLAZA NEW YORK, NY 10004	08-13555 (JMP)	Lehman Brothers Holdings Inc.	09/21/2009	33469	\$3,413,620.00*	Settled Derivative Claim
40	RESOLUTE ANETH, LLC JAMES M. PICCONE, PRESIDENT 1675 BROADWAY, SUITE 1950 DENVER, CO 80202	08-13555 (JMP)	Lehman Brothers Holdings Inc.	02/18/2009	2882	\$915,542.00	Settled Derivative Claim
41	RIC PLC THE U.S. BOND FUND C/O ELLIOT COHEN RUSSELL INVESTMENTS 1301 SECOND AVENUE, 18TH FLOOR SEATTLE, WA 98101	08-13555 (JMP)	Lehman Brothers Holdings Inc.	09/22/2009	30851	\$4,275.07	Settled Derivative Claim
42	ROSSLYN SERIES, LLC C/O LEHMAN BROTHERS REAL ESTATE PARTNERS II, L.P. ATTN: JUDY TURCHIN & JI YEONG CHU 1271 AVENUE OF THE AMERICAS 38TH FLOOR NEW YORK, NY 10020	08-13888 (JMP)	Lehman Brothers Special Financing Inc.	09/22/2009	28936	Undetermined	Settled Derivative Claim
43	ROSSLYN SERIES, LLC C/O LEHMAN BROTHERS REAL ESTATE PARTNERS II, L.P. ATTN: JUDY TURCHIN & JI YEONG CHU 1271 AVENUE OF THE AMERICAS 38TH FLOOR NEW YORK, NY 10020	08-13555 (JMP)	Lehman Brothers Holdings Inc.	09/22/2009	28937	Undetermined	Settled Derivative Claim

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44	SOUTHHAVEN PARTNERS I LP C/O AMBLING PROPERTY INVESTMENTS ATTN: GREG WRIGHT 7000 CENTRAL PARKWAY SUITE 1100 ATLANTA, GA 30328	08-13555 (JMP)	Lehman Brothers Holdings Inc.	09/21/2009	22120	\$68,989.36	Settled Derivative Claim
45	TFL PENSION FUND ATTN: PETER R. LA TRONICA C/O BRIDGEWATER ASSOCIATES, INC., AS AUTHORIZED AGENT ONE GLENDINNING PLACE WESTPORT, CT 06880  TRANSFERRED TO: BRIDGEWATER ASSOCIATES, LP TRANSFEROR: TFL PENSION FUND ATTN: ALISON GREGORY ONE GLENDINNING PLACE WESTPORT, CT 06880	08-13901 (JMP)	Lehman Brothers Holdings Inc.	09/21/2009	20778	\$87,863.01  \$735,245.58	Settled Derivative Claim
46	THE ROYAL BANK OF SCOTLAND PLC TRANSFEROR: ROYAL BANK AMERICA ATTN: MATTHEW ROSENCRANS 600 WASHINGTON BLVD STAMFORD, CT 06901	08-13888 (JMP)	Lehman Brothers Special Financing Inc.	09/21/2009	21870	Undetermined	Settled Derivative Claim
47	THE ROYAL BANK OF SCOTLAND PLC TRANSFEROR: ROYAL BANK AMERICA ATTN: MATTHEW ROSENCRANS 600 WASHINGTON BLVD STAMFORD, CT 06901	08-13555 (JMP)	Lehman Brothers Holdings Inc.	10/15/2009	40358	Undetermined	Settled Derivative Claim

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48	VAN KAMPEN CORPORATE BOND FUND C/O VAN KAMPEN ASSET MANAGEMENT ATTN: EDWARD HEARN ONE TOWER BRIDGE, 100 FRONT STREET, SUITE 1100 WEST CONSHOHOCKEN, PA 19428-288	08-13888 (JMP)	Lehman Brothers Special Financing Inc.	09/22/2009	27116	\$34,416.00*	Settled Derivative Claim
49	VITOL INC C/O K&L GATES LLP ATTN: ERIC T. MOSER 599 LEXINGTON AVE NEW YORK, NY 10022	08-13555 (JMP)	Lehman Brothers Holdings Inc.	09/17/2009	15012	\$64,766.93	Settled Derivative Claim
50	WHITE MOUNTAINS LIFE REINSURANCE (BERMUDA) LTD. ATTN: ARLENE R. ALVES C/O SEWARD & KISSEL LLP ONE BATTERY PLAZA NEW YORK, NY 10004-1485	08-13555 (JMP)	Lehman Brothers Holdings Inc.	09/16/2009	33264	\$1,808,000.00*	Settled Derivative Claim
TOTAL						\$50,328,559.30	